

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
W.R. Grace & Co., <u>et al.</u> ,	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors.	)	Objection Deadline: September 1, 2005
	)	Hearing Date: September 26, 2005

**SUMMARY OF THE QUARTERLY APPLICATION OF BUCHANAN INGERSOLL PC  
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS  
ZAI COUNSEL FOR THE SIXTEENTH QUARTERLY PERIOD FROM JANUARY 1,  
2005 THROUGH MARCH 31, 2005<sup>1</sup>**

Name of Applicant:	Buchanan Ingersoll PC	
Authorized to Provide Professional Services to:	Zonolite Attic Insulation Claimants	
Date of Appointment:	Appointment Order effective As of July 22, 2002 <sup>2</sup>	
Period for which compensation and Reimbursement is sought:	January 1, 2005 through March 31, 2005	
Amount of Compensation sought as actual, Reasonable and necessary:	\$	13,491.50
Amount of Expenses Reimbursement:	\$	4,913.68
This is a: <input type="checkbox"/> monthly <input checked="" type="checkbox"/> quarterly application		
Prior Application filed: Yes		

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<sup>1</sup> Counsel for the ZAI Claimants were retained over a year after this case was filed. To conform with the titles of the quarterly applications being filed by the firms who have been in the case since its inception, this application is being titled the "Sixteenth Quarterly Application", although it is actually Buchanan Ingersoll's Second Quarterly Application - see footnote 2.

<sup>2</sup> Buchanan Ingersoll PC ("BIPC") presently serves as Delaware Bankruptcy Counsel to the ZAI Claimants. Elzufon, Austin, Reardon, Tarlov and Mondell, P.A. ("Elzufon") previously served as Delaware Bankruptcy Counsel through September 20, 2004. The matter was transferred when William D. Sullivan, the attorney representing the ZAI Claimants at Elzufon, moved his practice to Buchanan Ingersoll PC.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Fees Not Objected To (80%)	Approved Expenses
May 4, 2005 (#8367)	1/1/2005 - 1/31/2005	\$6,297.00	\$4,167.75	\$5,037.60	\$4,167.75
May 4, 2005 (#8368)	2/1/2005 - 2/28/2005	\$6,066.50	\$698.29	\$4,853.20	\$698.29
May 4, 2005 (#8369)	3/1/2005 - 3/31/2005	\$1,128.00	\$47.64	\$902.40	\$47.64
<b>Totals</b>		<b>\$13,491.50</b>	<b>\$4,913.68</b>	<b>\$10,793.20</b>	<b>\$4,913.68</b>

BIPC has filed certificates of no objection with the Court with respect to the above monthly interim Applications because no objections were filed with the Court within the objection period.

The BIPC attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
William D. Sullivan	Partner	15	Bankruptcy & Creditors' Rights	\$260.00	19.6	\$5,096.00
Ian D. Lindley	Associate	2	Bankruptcy & Creditors' Rights	\$175.00	43.1	\$8,269.50
<b>TOTALS</b>					<b>70.6</b>	<b>\$13,365.50</b>

The paraprofessionals who rendered professional service in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years in position	Department	Hourly billing rate	Total billed hours	Total compensation
Dawn Abernathy	Administrative Assistant	12	Bankruptcy & Creditors' Rights	\$60.00	2.1	\$126.00
<b>TOTALS</b>					<b>2.1</b>	<b>\$126.00</b>

#### Compensation by Project Category

Category	Total Hours	Total Fees
11-Fee Applications, Applicant	51.4	\$10,011.50
20-Travel-Non-working	0.00	
22-ZAI Science Trial	15.0	\$3,480.00
<b>TOTALS</b>	<b>66.4</b>	<b>\$13,491.50</b>

ZAI Science Trial Expenses (Category 23)

Description	Amount
On-line search services (CM/ECF)	\$196.46
Duplicating (Inside - \$0.07 / page)	\$ 20.02
Courier	\$4,697.20
Total	\$ 4,913.68

Dated: August 12, 2005

BUCHANAN INGERSOLL P

/s/ William D. Sullivan

William D. Sullivan (No. 2820)  
The Nemours Building  
1007 North Orange Street, Suite 1110  
Wilmington, DE 19801  
Phone: (302) 428-5531

Delaware Counsel to the ZAI Claimants

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
W.R. Grace & Co., et al.,	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline: September 1, 2005</b>
		<b>Hearing Date: September 26, 2005</b>

**QUARTERLY APPLICATION OF BUCHANAN INGERSOLL PC FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ZAI  
LEAD SPECIAL COUNSEL FOR THE SIXTEENTH QUARTERLY PERIOD FROM  
JANUARY 1, 2005 THROUGH MARCH 31, 2005**

Pursuant to Sections 327, 330 and 331 of Title 11 of the United States Code (as amended, the “Bankruptcy Code”), Fed. R. Bankr. P. 2016, the Appointment Order (as defined below), the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the “Interim Compensation Order”), the Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the “Amended Interim Compensation Order” and collectively with the Interim Compensation Order, the “Compensation Order”) and Del.Bankr.LR 2016-2, the law firm of Buchanan Ingersoll PC (“Applicant” or “BIPC”), local counsel to the ZAI Claimants, hereby applies for an order allowing it: (i) compensation in the amount of \$13,491.50 for the reasonable and necessary legal services BIPC has rendered; and (ii) reimbursement for the actual and necessary expenses BIPC has incurred in the amount of \$4,913.68 (the “Sixteenth Interim Quarterly Fee Application”), for the interim quarterly period from January 1, 20045 through March 31, 2005 (the “Fee Period”). In support of this Application, BIPC respectfully states as follows:

### **Background**

#### **Retention of BIPC**

1. On April 2, 2001 (The "Petition Date"), the Debtors each filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (collectively, the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors have continued to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. By this Court's order effective as of July 22, 2002, the firm of Richardson, Patrick, Westbrook & Brickman ("RPWB") was appointed as ZAI Lead Special Counsel to prosecute the ZAI "Science Trial" issues on behalf of the ZAI Claimants' position against Debtors' position (the "Appointment Order"). The Appointment Order permitted RPWB to utilize additional counsel in specific capacities. Subsequently, William D. Sullivan was selected to act as local counsel for RPWB, whose attorneys are not admitted to practice in Delaware and do not maintain an office in that state. Mr. Sullivan was previously associated with the firm of Elzufon, Austin, Reardon, Tarlov & Mondell, but in September 2004, relocated his practice to BIPC. The RPWB firm has continued to use Mr. Sullivan and the services of BIPC to act as local counsel to the ZAI Claimants due to Mr. Sullivan's extensive experience in representing the ZAI Claimants.

3. The Appointment Order authorizes a total budget for ZAI Counsel of \$1.5 million in fees and \$500,000 in expenses for prosecuting the Science Trial, against which BIPC may be compensated for legal services at its hourly rates as specified to the Court, and for actual and necessary out-of-pocket expenses incurred, subject to application to this Court in accordance

with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and all applicable local rules and orders of this Court<sup>3</sup>. On May 3, 2001, this Court entered the Interim Compensation Order and entered the Amended Interim Compensation Order on April 17, 2002. On July 28, 2003, the Court entered an Order increasing the budget by \$950,000 per side for additional attorney fees and expenses. On September 27, 2004, the Court entered another Order increasing the budget by \$750,000 per side for addition attorney fees and expenses.

**Monthly Interim Fee Applications Covered Herein**

4. Pursuant to the procedures set forth in the Compensation Order, professionals may apply for monthly compensation and reimbursement (each such application, a "Monthly Fee Application") subject to any objections lodged by the Notice Parties, as defined in the Compensation Order. If no objection is filed to a Monthly Fee Application within twenty (20) days after the date of service of the Monthly Fee Application, the applicable professional may submit to the Court a certification of no objection whereupon the Debtors are authorized to pay interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested.

5. Furthermore, and also pursuant to the Compensation Order, professionals are to file and serve upon the notice parties a quarterly request (a "Quarterly Fee Application") for interim Court approval and allowance of the Monthly Fee Applications filed during the quarter covered by that Quarterly Fee Application. If the Court grants the relief requested by the Quarterly Fee Application, the Debtors are authorized and directed to pay the professional 100% of the fees and expenses requested in the Monthly Fee Applications covered by that Quarterly

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<sup>3</sup> The rates billed by BIPC, including the rate of the principal BIPC partner involved, William D. Sullivan (\$260), are within the range of rates previously identified to the Court. Other BIPC lawyers and professionals are being billed at rates commensurate with their experience and in the same range as other firms are billing in this bankruptcy (i.e. \$175-\$220 for associates and \$120 for paralegals).

Fee Application less any amounts previously paid in connection with the Monthly Fee Applications. Any payment made pursuant to the Monthly Fee Applications or a Quarterly Fee Application is subject to final approval of all fees and expenses at a hearing on the professional's final fee application.

6. This is the second Interim Quarterly Fee Application that BIPC has filed with the Bankruptcy Court in connection with these Chapter 11 Cases.

7. BIPC has filed the following Monthly Fee Applications for interim compensation during this Fee Period:

a. Application of Buchanan Ingersoll, P.C. for Compensation for Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from January 1, 2005 through January 31, 2005 filed May 4, 2005, (the "January Application") attached hereto as Exhibit A.

b. Application of Buchanan Ingersoll, P.C. for Compensation for Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from February 1, 2005 through February 28, 2005, filed May 4, 2005, (the "February Application") attached hereto as Exhibit B.

c. Application of Buchanan Ingersoll PC for Compensation for Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from March 1, 2005 through March 31, 2005 filed May 4, 2005, (the "December Application") attached hereto as Exhibit C.

8. The period for objecting to the fees and expense reimbursement requested in the January, February and March Fee Applications expired without any objection being filed, and BIPC has filed and served Certificates of No Objection to that effect.

9. During the Fee Period, BIPC prepared for and assisted in ZAI-related matters Trial as detailed in the Application, reviewed pleadings and attended hearings in matters relevant to the ZAI claimants, and also coordinated the preparation and filing of fee applications for other counsel for the ZAI Claimants.

**Requested Relief**

10. By this Sixteenth Interim Quarterly Fee Application, BIPC requests that the Court approve the interim allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by BIPC for the Fee Period as detailed in the Application, less any amounts previously paid to BIPC pursuant to the Application and the procedures set forth in the Compensation Order. The full scope of services provided and the related expenses incurred are fully described in the attached exhibits.

**Disinterestedness**

11. With the exception of its representation of asbestos claimants, BIPC does not hold any interest adverse to the estates.

12. In addition, BIPC may have in the past represented, may currently represent, and likely in the future will represent parties-in-interest in connection with matters unrelated to the ZAI matters in the Debtors' Chapter 11 Cases.

**Representations**

13. BIPC believes that the Application is in compliance with the requirements of Del.Bankr.LR 2016-2.

14. BIPC performed the services for which it is seeking compensation under its Court Appointment.

15. During the Fee Period, BIPC has received no payment, nor has it received any promises for payment, from any other source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases.

16. Pursuant to Fed. R. Bank. P. 2016(b), BIPC has not shared, nor has it agreed to share: (a) any compensation it has received or may receive with another party or person other than with the partners, counsel and associates of BIPC; or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

17. Although every effort has been made to include all fees and expenses from the Fee Period in the Application, some fees and expenses from the Fee Period might not be included in the Application due to accounting and processing delays. BIPC reserves the right to make further application to the Court for allowance of fees and expenses for the Fee Period not included herein.

WHEREFORE, BIPC respectfully requests that the Court enter an order providing: (a) that for the Fee Period an administrative allowance be made to BIPC in the sum of (i) \$13,491.50 as compensation for reasonable and necessary professional services, and (ii) \$4,913.68 for reimbursement of actual and necessary costs and expenses incurred (for a total of \$18,405.18); (b) that the Debtors be authorized and directed to pay to BIPC the outstanding amount of such sums less any sums previously paid to BIPC pursuant to the Application and the procedures set forth in the Compensation Order; and (c) that this Court grant such further relief as is equitable and just.

Dated: August 12, 2005

**BUCHANAN INGERSOLL PC**

/s/ William D. Sullivan

William D. Sullivan (No. 2820)  
The Nemours Building  
1007 North Orange Street, Suite 1110  
Wilmington, DE 19801  
Phone: (302) 428-5531

Delaware Counsel to the ZAI Claimants

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
 )  
W.R. Grace & Co., et al., ) Case No. 01-01139 (JKF)  
 ) (Jointly Administered)  
 )  
Debtors. ) Objection Deadline: May 24, 2005 by 4:00 p.m.  
 ) Hearing Date: TBD only if necessary

**SUMMARY OF THE APPLICATION OF BUCHANAN INGERSOLL PC FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PER IOD FROM  
JANUARY 1, 2005 THROUGH JANUARY 31, 2005**

Name of Applicant: Buchanan Ingersoll PC

Authorized to Provide Professional Services to: Zonolite Attic Insulation Claimants

Date of Appointment: July 22, 2002<sup>1</sup>

Period for which compensation and  
Reimbursement is sought: January 1, 2005 through  
January 31, 2005

Amount of Compensation sought as actual,  
Reasonable, and necessary: \$ 6,297.00

Amount of Expenses Reimbursement: \$ 4,167.75

This is a:  monthly  quarterly  final application

Prior Application filed: Yes.

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<sup>1</sup> Buchanan Ingersoll PC presently serves as Delaware Bankruptcy Counsel to the ZAI Claimants. Elzufon, Austin, Reardon, Tarlov and Mondell, P.A. ("EARTM") previously served as Delaware Bankruptcy Counsel through September 20, 2004. The matter was transferred when William D. Sullivan, the attorney representing the ZAI Claimants at EARTM, moved his practice to Buchanan Ingersoll PC.

This is the fourth application of Buchanan Ingersoll PC ("BIPC") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case.

The total expended for the preparation of this application is approximately 2.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$450.00.

The BIPC attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
William D. Sullivan	Shareholder	15	Bankruptcy	\$260.00	7.00	\$1,820.00
Ian D. Lindley	Associate	2	Bankruptcy	\$175.00	24.2	\$4,477.00
<b>TOTALS</b>					31.2	\$6,297.00

No paraprofessionals rendered professional service in these cases during the Fee Period.

#### Compensation by Project Category

Category	Total Hours	Total Fees
11 - Fee Applications, Applicant	26.10	\$4,971.00
20-Travel-Non-working	0.0	\$0.00
22 - ZAI Science Trial	5.1	\$1,326.00
<b>TOTALS</b>	<b>32.7</b>	<b>\$6,297.00</b>

#### 11 - Fee Applications, Applicant

Description	Amount
On-line Search Services (CM/ECF)	\$45.76
Courier	\$4,121.99
<b>Total</b>	<b>\$4,167.75</b>

Dated: May 4, 2005

BUCHANAN INGERSOLL PC

/s/ William D. Sullivan

William D. Sullivan (No. 2820)

The Nemours Building

1007 North Orange Street, Suite 1110

Wilmington, DE 19801-1236

Telephone: (302) 428-5500

Facsimile: (302) 428-3996

Delaware Counsel for the ZAI Claimants

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
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W.R. Grace & Co., et al., ) Case No. 01-01139 (JKF)  
 ) (Jointly Administered)  
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Debtors. ) **Objection Deadline: May 24, 2005 by 4:00 p.m.**  
 ) **Hearing Date: TBD only if necessary**

**FEE DETAIL FOR THE APPLICATION OF BUCHANAN INGERSOLL, P.C. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PER IOD FROM  
JANUARY 1, 2005 THROUGH JANUARY 31, 2005**

**Buchanan Ingersoll PC**

ATTORNEYS

One Oxford Centre  
301 Grant Street, 20th Floor  
Pittsburgh, PA 15219-1410

T 412 562 8800  
F 412 562 1041

[www.buchananingersoll.com](http://www.buchananingersoll.com)

ZAI PLAINTIFFS  
C/O RICHARDSON, PATRICK, WESTBROOK & BRICKMAN  
ATTN: ED WESTBROOK, ESQ  
1037 CHUCK DAWLEY BLVD BUILDING A  
MT. PLEASANT, SC 29464

April 28, 2005  
Invoice No. 9842148

For Legal Services Rendered in Connection With:

W.R. GRACE  
C.A #01-01139  
ZONOLITE

Reference #51677-000001

01/03/05 I. D. Lindley	3.00	555.00	Attention to revision, preparation of fee applications for BI and co-counsel.
01/03/05 W.D. Sullivan	2.90	754.00	Review Debtors' estimation and Supplemental Estimation (.8); review order scheduling hearing on motion to refer (.2); review motion and schedule (.5); review Debtor and committee findings on schedule and solicitation procedures (1.1); phone call with co-counsel re: ZAI Claimants position on these matters (.3); no filings needed
01/03/05 W.D. Sullivan	0.80	208.00	Review schedules and statements re: interacting obligations

ZAI PLAINTIFFS  
 W.R. GRACE  
 Ref. No. 51677-000001

April 28, 2005  
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01/05/05 W.D. Sullivan	0.40	104.00	Review of monthly and quarterly fee application requirements for BI
01/07/05 W.D. Sullivan	0.40	104.00	E-mail to co-counsel re: my review of Grace's Statements and Schedules
01/07/05 W.D. Sullivan	0.30	78.00	Review PD Committee's Motion to Strike the Notice of Intent
01/07/05 W.D. Sullivan	0.20	52.00	Phone call with counsel for Debtors re: 2019 statements
01/10/05 I. D. Lindley	5.00	925.00	Prepare, review and revise fee applications for filing and review same with W. Sullivan.
01/10/05 W.D. Sullivan	0.50	130.00	Review December fee application from RPWB; review status of other fee applications
01/11/05 I. D. Lindley	4.30	795.50	Revise and file Lukins & Annis fee applications, conference with W. Sullivan re: same. (3.0) Attention to filing, service of same and correspondence re: same to auditor, notice parties. (1.3)
01/11/05 W.D. Sullivan	0.50	130.00	Review and revise fee applications of Lukins & Annis (monthly and quarterly)
01/12/05 I. D. Lindley	7.40	1,369.00	Review, revise and update multiple fee applications for ZAI counsel Richardson, Patrick, Westbrook & Brickman, Lukins & Annis, Buchanan Ingersoll; attention to filing and service of same., provision of

ZAI PLAINTIFFS  
 W.R. GRACE  
 Ref. No. 51677-000001

April 28, 2005  
 Invoice No. 9842148  
 Page 3

			filed documents to fee auditor, via e-mail to Notice Parties.
01/12/05 W.D. Sullivan	0.20	52.00	Review and approve RPWB December fee application
01/12/05 W.D. Sullivan	0.10	26.00	Review and approve B&I November Fee Application
01/13/05 I. D. Lindley	4.50	832.50	Prepare, review and revise fee applications and certificates of no objection for same.
01/14/05 W.D. Sullivan	0.30	78.00	Review order referring jurisdiction back to bankruptcy court; review order canceling hearing; e-mail to co-counsel
01/19/05 W.D. Sullivan	0.40	104.00	Review agenda for 1/21 and 1/24 hearings; e-mail to co-counsel re: telephonic participation

Total Hours 31.20

Total Legal Services \$6,297.00

#### Disbursements

01/03/05	On-Line Search Service	1.00	5.68
01/03/05	On-Line Search Service	1.00	3.28
01/10/05	On-Line Search Service	1.00	7.76
01/12/05	On-Line Search Service	1.00	26.64
01/13/05	On-Line Search Service	1.00	2.40
01/20/05	Messenger/Delivery Service Parcels, Inc	1.00	3,251.25
01/28/05	Reliable Copy Services Inc. - Copies of Documents and service	1.00	870.74

Disbursements \$4,167.75

Total Due this Invoice \$10,464.75

ZAI PLAINTIFFS  
W.R. GRACE  
Ref. No. 51677-000001

April 28, 2005  
Invoice No. 9842148  
Page 4

\* \* \* \* \* ATTORNEY SUMMARY \* \* \* \* \*

	Hours Worked	Billed Per Hour	Bill Amount
William D. Sullivan	7.00	260.00	1,820.00
I. D. Lindley	24.20	185.00	4,477.00
<hr/>	<hr/>	<hr/>	<hr/>
Total All Attorneys	31.20		6,297.00

**IN THE UNITED STATES BANKRUPTCY COURT  
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In re: ) Chapter 11  
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W.R. Grace & Co., et al., ) Case No. 01-01139 (JKF)  
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EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PER IOD FROM  
FEBRUARY 1, 2005 THROUGH FEBRUARY 28, 2005**

Name of Applicant: Buchanan Ingersoll PC

Authorized to Provide Professional Services to: Zonolite Attic Insulation Claimants

Date of Appointment: July 22, 2002<sup>1</sup>

Period for which compensation and  
Reimbursement is sought: February 1, 2005 through  
February 28, 2005

Amount of Compensation sought as actual,  
Reasonable, and necessary: \$ 6,066.50

Amount of Expenses Reimbursement: \$ 698.29

This is a:  monthly  quarterly  final application

Prior Application filed: Yes.

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<sup>1</sup> Buchanan Ingersoll PC presently serves as Delaware Bankruptcy Counsel to the ZAI Claimants. Elzufon, Austin, Reardon, Tarlov and Mondell, P.A. ("EARTM") previously served as Delaware Bankruptcy Counsel through September 20, 2004. The matter was transferred when William D. Sullivan, the attorney representing the ZAI Claimants at EARTM, moved his practice to Buchanan Ingersoll PC.

This is the fifth application of Buchanan Ingersoll PC ("BIPC") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case.

The total expended for the preparation of this application is approximately 2.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$450.00.

The BIPC attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
William D. Sullivan	Shareholder	15	Bankruptcy	\$260.00	9.40	\$2,444.00
Ian D. Lindley	Associate	2	Bankruptcy	\$175.00	18.9	\$3,496.50
<b>TOTALS</b>					30.4	\$6,066.50

The paraprofessional rendering professional services in these cases during the Fee Period is:

Name of Paraprofessional Person	Position with the applicant	Number of years in position	Department	Hourly billing rate	Total billed hours	Total compensation
Dawn Abernathy	Administrative Assistant	12	Bankruptcy	\$60.00	2.1	126.00

#### Compensation by Project Category

Category	Total Hours	Total Fees
11 - Fee Applications, Applicant	22.90	\$4,536.50
20-Travel-Non-working	0.0	\$0.00
22 - ZAI Science Trial	7.5	\$1,530.00
<b>TOTALS</b>	<b>32.7</b>	<b>\$6,066.50</b>

#### 11 - Fee Applications, Applicant

<u>Description</u>	<u>Amount</u>
On-line Search Services (CM/ECF)	\$150.70
Duplication - In-house (\$0.07 per page)	\$18.48
Courier	\$529.11
<b>Total</b>	<b>\$698.29</b>

Dated: May 4, 2005

BUCHANAN INGERSOLL PC

/s/ William D. Sullivan

William D. Sullivan (No. 2820)  
The Nemours Building  
1007 North Orange Street, Suite 1110  
Wilmington, DE 19801-1236  
Telephone: (302) 428-5500  
Facsimile: (302) 428-3996

Delaware Counsel for the ZAI Claimants

**IN THE UNITED STATES BANKRUPTCY COURT  
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In re:	)	Chapter 11
	)	
W.R. Grace & Co., <u>et al.</u> ,	)	Case No. 01-01139 (JKF)
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**Buchanan Ingersoll PC**

ATTORNEYS

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 301 Grant Street, 20th Floor  
 Pittsburgh, PA 15219-1410

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 F 412 562 1041

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**ZAI PLAINTIFFS**

C/O RICHARDSON, PATRICK, WESTBROOK & BRICKMAN  
 ATTN: ED WESTBROOK, ESQ  
 1037 CHUCK DAWLEY BLVD BUILDING A  
 MT. PLEASANT, SC 29464

April 28, 2005  
 Invoice No. 9842149

**For Legal Services Rendered in Connection With:**

W.R. GRACE  
 C.A #01-01139  
 ZONOLITE

Reference #51677-000001

02/02/05 W.D. Sullivan	0.30	78.00	Review miscellaneous orders entered by Court, Plan period extended
02/02/05 W.D. Sullivan	0.20	52.00	Phone call with co-counsel re: results of hearing re: ZAI Bar Date
02/03/05 I. D. Lindley	5.50	1,017.50	Review status of fee application filings to date per W. Sullivan. (0.2) Prepare, file and serve certificates of no objection for four fee applications. (5.2)
02/03/05 W.D. Sullivan	0.40	104.00	E-mail from client; status of CNO's and approve additional ones for filing
02/09/05 W.D. Sullivan	0.60	156.00	Review status of BI Fee Applications; prepare and file CNO for October Fee Application

ZAI PLAINTIFFS  
 W.R. GRACE  
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02/14/05 I. D. Lindley	3.00	555.00	Revise, file, and attention to service of Lukins & Annis October, December fee applications, Scott Law Group December fee applications. (2.5) Prepare, file and attention to service of certificate of no objection for Buchanan Ingersoll's December 2004 interim fee application (0.5).
02/14/05 W.D. Sullivan	0.60	156.00	Review Scott monthly fee applications; e-mail exchange with co-counsel and approve for filing
02/14/05 W.D. Sullivan	0.30	78.00	Review Amended Order; e-mail RPWB re: handling of monthly fee applications
02/14/05 W.D. Sullivan	0.20	52.00	Review CNO, review status of BI fee applications
02/14/05 W.D. Sullivan	0.40	104.00	Review revised case management order and impact on hearing dates and telephonic procedures
02/15/05 I. D. Lindley	8.00	1,480.00	Prepare, file and serve Lukins and Annis 15th Quarterly fee application.
02/15/05 W.D. Sullivan	0.20	52.00	Correspondence with RPWB re: quarterly fee application
02/15/05 W.D. Sullivan	0.20	52.00	Review pleadings filed by Court
02/15/05 W.D. Sullivan	0.30	78.00	Review and revise Lukins & Annis 15th Quarterly Fee Application and approve for filing

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02/15/05 W.D. Sullivan	0.40	104.00	Review and revise and approve for filing the RPWB Quarterly Fee Application and Notice
02/16/05 W.D. Sullivan	0.30	78.00	Review pleadings relating to New York appeals
02/17/05 W.D. Sullivan	0.70	182.00	Review orders; e-mail to counsel for Grace re: counsel designations and fee applications
02/22/05 W.D. Sullivan	0.30	78.00	Review notice of agenda for amended disclosure hearing; forward to co-counsel with telephonic procedures
02/24/05 W.D. Sullivan	0.20	52.00	Phone call with co-counsel re: response to stay motion
02/25/05 W.D. Sullivan	0.30	78.00	Review and approve RPWB Fee Application (Jan.) for filing
02/25/05 W.D. Sullivan	1.70	442.00	Attend hearing on Disclosure Statement status
02/25/05 W.D. Sullivan	1.40	364.00	Analysis of lift stay issues; e-mail to co-counsel re: analysis of response issues; review draft response from co-counsel
02/25/05 D. Abernathy	2.10	126.00	Review docket and retrieve Debtor's Chart Regarding Status of Remaining Objections with 40 Exhibits (1.9); retrieve Motion for Stay Conference with W. Sullivan re: Richardson, Patrick fee application to be filed today. (0.1) Edit, revise, and prepare
02/28/05 I. D. Lindley	2.40	444.00	

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02/28/05 W.D. Sullivan 0.40 104.00 therefore. (0.3)  
Review chart re:  
disclosure statement;  
phone call with  
co-counsel and client  
re: matters going  
forward regarding  
disclosure statement

Total Hours 30.40

Total Legal Services \$6,066.50

### Disbursements

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Disbursements \$698.29

Total Due this Invoice \$6,764.79

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W.R. GRACE  
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\* \* \* \* \* ATTORNEY SUMMARY \* \* \* \* \*

	Hours Worked	Billed Per Hour	Bill Amount
William D. Sullivan	9.40	260.00	2,444.00
I. D. Lindley	18.90	185.00	3,496.50
Dawn Abernathy	2.10	60.00	126.00
<hr/> Total All Attorneys	30.40		<hr/> 6,066.50

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
 )  
W.R. Grace & Co., et al., ) Case No. 01-01139 (JKF)  
 ) (Jointly Administered)  
 )  
Debtors. ) Objection Deadline: May 24, 2005 by 4:00 p.m.  
 ) Hearing Date: TBD only if necessary

**SUMMARY OF THE APPLICATION OF BUCHANAN INGERSOLL PC  
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PER IOD  
FROM MARCH 1, 2005 THROUGH MARCH 31, 2005**

Name of Applicant: Buchanan Ingersoll PC

Authorized to Provide Professional Services to: Zonolite Attic Insulation Claimants

Date of Appointment: July 22, 2002<sup>1</sup>

Period for which compensation and  
Reimbursement is sought: March 1, 2005 through  
March 31, 2005

Amount of Compensation sought as actual,  
Reasonable, and necessary: \$ 1,128.00

Amount of Expenses Reimbursement: \$ 47.64

This is a:  monthly  quarterly  final application

Prior Application filed: Yes.

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<sup>1</sup> Buchanan Ingersoll PC presently serves as Delaware Bankruptcy Counsel to the ZAI Claimants. Elzufon, Austin, Reardon, Tarlov and Mondell, P.A. ("EARTM") previously served as Delaware Bankruptcy Counsel through September 20, 2004. The matter was transferred when William D. Sullivan, the attorney representing the ZAI Claimants at EARTM, moved his practice to Buchanan Ingersoll PC.

This is the sixth application of Buchanan Ingersoll PC ("BIPC") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case.

The total expended for the preparation of this application is approximately 2.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$450.00.

The BIPC attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
William D. Sullivan	Shareholder	15	Bankruptcy	\$260.00	3.20	\$832.00
Ian D. Lindley	Associate	2	Bankruptcy	\$175.00	1.6	\$296.00
<b>TOTALS</b>					4.8	\$1,128.00

No paraprofessional rendered professional services in these cases during the Fee Period.

#### Compensation by Project Category

Category	Total Hours	Total Fees
11 - Fee Applications, Applicant	2.4	\$504.00
20-Travel-Non-working	0.0	\$0.00
22 - ZAI Science Trial	2.4	\$624.00
<b>TOTALS</b>	<b>4.8</b>	<b>\$1,128.00</b>

#### 11 - Fee Applications, Applicant

Description	Amount
Duplication - In-house (\$0.07 per page)	\$1.54
Courier	\$46.10
<b>Total</b>	<b>\$47.64</b>

Dated: May 4, 2005

BUCHANAN INGERSOLL PC

/s/ William D. Sullivan

William D. Sullivan (No. 2820)

The Nemours Building

1007 North Orange Street, Suite 1110

Wilmington, DE 19801-1236

Telephone: (302) 428-5500

Facsimile: (302) 428-3996

Delaware Counsel for the ZAI Claimants

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
 )  
W.R. Grace & Co., et al., ) Case No. 01-01139 (JKF)  
 ) (Jointly Administered)  
 )  
Debtors. ) **Objection Deadline: May 24, 2005 by 4:00 p.m.**  
 ) **Hearing Date: TBD only if necessary**

**FEE DETAIL FOR THE APPLICATION OF BUCHANAN INGERSOLL PC  
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PER IOD FROM  
MARCH 1, 2005 THROUGH MARCH 31, 2005**

**Buchanan Ingersoll PC**  
ATTORNEYS

One Oxford Centre  
301 Grant Street, 20th Floor  
Pittsburgh, PA 15219-1410

T 412 562 8800  
F 412 562 1041

[www.buchananingersoll.com](http://www.buchananingersoll.com)

ZAI PLAINTIFFS  
C/O RICHARDSON, PATRICK, WESTBROOK & BRICKMAN  
ATTN: ED WESTBROOK, ESQ  
1037 CHUCK DAWLEY BLVD BUILDING A  
MT. PLEASANT, SC 29464

April 28, 2005  
Invoice No. 9842150

For Legal Services Rendered in Connection With:

W.R. GRACE  
C.A #01-01139  
ZONOLITE

Reference #51677-000001

03/09/05	W.D. Sullivan	0.30	78.00	Review miscellaneous pleadings filed in this case
03/15/05	W.D. Sullivan	0.30	78.00	Review agenda for March 21 hearing; review status of fee applications
03/21/05	W.D. Sullivan	1.80	468.00	Review proposed orders confirming payment of co-counsel's fees; attend omnibus hearing, orders entered, status report prepared
03/24/05	W.D. Sullivan	0.30	78.00	Review miscellaneous orders received
03/28/05	W.D. Sullivan	0.30	78.00	Review order approving interim compensation for 14th period; forward to co-counsel
03/29/05	I. D. Lindley	1.60	296.00	Revise and prepare February monthly application of Richardson, Patrick firm, attention to service of same.

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03/29/05 W.D. Sullivan 0.20 52.00 Review RPWB February  
fee application,  
approve for filing

Total Hours 4.80

Total Legal Services \$1,128.00

**Disbursements**

03/29/05 Photocopies W. Sullivan	22.00	1.54
03/29/05 Messenger/Delivery Service Parcels, Inc.	1.00	46.10

Disbursements \$47.64

Total Due this Invoice \$1,175.64

ZAI PLAINTIFFS  
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\* \* \* \* \* ATTORNEY SUMMARY \* \* \* \* \*

	Hours Worked	Billed Per Hour	Bill Amount
William D. Sullivan	3.20	260.00	832.00
I. D. Lindley	1.60	185.00	296.00
=====	=====	=====	=====
Total All Attorneys	4.80		1,128.00